

**Yampa Valley Electric Association, Inc.**

Regular Meeting of Board of Directors

Tuesday, December 10, 2019

2211 Elk River Road

Steamboat Springs, Colorado

Chairman Tom Fox called the meeting to order at 10:30 a.m.

**1. Call to Order**

Upon calling roll, it was reported that the following directors were present: Tom Fox, Dean Brosious, Sonja Macys, Scott McGill, Glynda Sheehan, Jean Stetson, and Larry Ellgen. Also present were General Manager, Steve Johnson; and Board Secretary, Larissa Rock. General Counsel, Bryson Fredregill was present via conference call. Directors Patrick Delaney and Ken Rogers were absent.

**2. Executive Session**

A motion was made, duly seconded, and passed unanimously that the board of directors go into an executive session to consider documents and testimony given in confidence, and the general topics of such executive session will be to discuss and consider broadband development, property development, asset acquisitions, Luminare Broadband budget and updates, and the franchise agreement negotiations with the City of Steamboat Springs. Board members, General Manager, Board Secretary, and General Counsel were in attendance during such executive session. Such executive session convened at approximately 10:30 a.m.

Finance Manager Amy Mahon was present during discussion regarding Luminare Broadband budget.

Director Macys left the meeting during executive session before discussion of the Steamboat Springs franchise agreement.

A motion was made, duly seconded, and passed unanimously that the board of directors exit executive session and return to open session at approximately 12:00 p.m.

Director Macys; Finance Manager, Amy Mahon; Engineering Manager, Benj Hoffner; Member Services Manager, Kathy Bertrand; IT Manager, Kelli Root; Human Resources Manager, Randi Owens; Operations Manager, John Cromer; and Broadband Manager, Alan Van Buskirk entered the meeting.

**3. Approval of Minutes**

The board reviewed the minutes from the November 26, 2019 regular monthly board meeting.

A motion approving the minutes from November 26, 2019, as presented, was made by Ms. Sheehan, duly seconded by Ms. Macys, and passed unanimously.

**4. Member-owner Comment**

The board welcomed member-owners Suzie Romig, Scott Conner, Dan LeBlanc, Catherine Carson, Sarah Jones, and Norm Weaver.

Ms. Jones provided information on and an invitation to attend a panel discussion on climate change facilitated by Rob Davies at Colorado Mountain College on January 21, 2020.

Ms. Romig and Mr. Conner addressed the board with results from the recent Yampa Valley Sustainability Committee (“YVSC”) survey. The survey was conducted by YVSC and hosted on the YVSC website.

Ms. Carson addressed the board with suggestions on how to increase member awareness and participation during director elections.

Mr. Weaver addressed the board with a request for information about the Association’s Renewable Energy Credit program.

Ms. Jones, Ms. Romig, Mr. LeBlanc, and Mr. Conner left the meeting.

**5. Director Comments**

Board members discussed YVEA holiday party. The party was held at Three Peaks in Steamboat Springs on Saturday, December 7.

**INFORMATION ITEMS**

**6. General Manager’s Report**

There was no report.

**7. Staff Reports**

There were no staff reports.

Engineering Manager, Benj Hoffner; IT Manager, Kelli Root; Member Services Manager, Kathy Bertrand; Human Resources Manager, Randi Owens; Operations Manager, John Cromer; and Broadband Manager, Alan Van Buskirk left the meeting.

**8. Approval of Write-off of Uncollectible Accounts**

A motion approving the write-off of uncollectible accounts in the amount of \$122,423.02, as presented, was made by Mr. Brosious, duly seconded by Mr. McGill, and the motion passed unanimously.

**9. CREA**

Mr. McGill provided a comprehensive update of the business conducted at the regular CREA board meeting.

**10. Western United**

Mr. McGill noted that there was no meeting.

**ACTION AND DISCUSSION ITEMS**

**11. Acceptance of the Financial and Statistical Reports for November 2019**

Ms. Mahon noted that because of the timing of the December monthly board meeting, November financials were not available for approval. The unaudited financial and statistical reports for the month of November will be presented at the January 2020 regular monthly board meeting.

**12. Property Transactions**

There were no transactions.

**13. Luminare Broadband Transactions**

There were no transactions.

**14. Steamboat Springs Franchise Agreement Update**

There was no discussion.

**COMMITTEE REPORTS**

**15. Policy Committee**

The policy committee presented a draft election policy to the board for discussion. The policy committee will work with legal counsel to continue revising the draft policy.

**16. Finance Committee**

There was no report.

**OTHER ITEMS**

**17. Upcoming Meetings**

There was no discussion.

**18. Unfinished Business**

There was no discussion.

**19. New Business**

There was no new business.

**20. Executive Session**

There was no additional executive session.

**21. Adjournment**

Chairman Tom Fox then declared this regular meeting adjourned at 2:00 p.m.

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Chairman of the Board

Dated: January 28, 2020

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Secretary of the Board

Dated: January 28, 2020